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Z-Obee Holdings Limited

融達控股有限公司*

(Provisional Liquidators Appointed)

(incorporated in Bermuda with limited liability)

(Hong Kong Stock Code: 948)

(Singapore Stock Code: D5N)

**DECISION OF THE STOCK EXCHANGE
IN RESPECT OF THE RESUMPTION PROPOSAL
AND
UPDATE ON RESUMPTION**

Financial adviser to the Company



ASIAN CAPITAL
(CORPORATE FINANCE) LIMITED
卓亞(企業融資)有限公司

Reference is made to the announcements of Z-Obee Holdings Limited (Provisional Liquidators Appointed) (the “**Company**”) dated 1 November 2016, 3 March 2017, 3 April 2017, 4 May 2017 and 6 June 2017 (the “**Announcements**”) in relation to, among others, the periodic update of the Company’s resumption. Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the Announcements.

As mentioned in the Announcements, on 24 April 2017, the Company submitted a written update (the “**Revised Proposal**”) in relation to the resumption proposal of the Company dated 7 September 2016 (the “**Proposal**”) to the Stock Exchange. After addressing the queries raised by the Listing Department, on 30 June 2017, the Company received a letter of even date from the Stock Exchange, informing the Company that the Listing Committee has decided to allow the Company to proceed with Revised Proposal subject to the following conditions, which should be completed to the satisfaction of the Listing Department by 29 November 2017:

- (1) completion of all transactions contemplated (including the share consolidation, the share subscriptions, the open offer and the group reorganisation) under the Proposal and the Revised Proposal; and
- (2) the winding-up petitions against the Company and its subsidiaries being withdrawn or dismissed and the provisional liquidators being discharged.

The Company is in the process of finalising the supplemental agreement(s) to effect the resumption plans as stated in the Proposal and the Revised Proposal. Further announcement(s) in relation to the Proposed Restructuring, including but not limited to the entering into of the supplemental agreement(s), will be made by the Company as and when appropriate or required in accordance with the Listing Rules and the Takeovers Code.

The Company will continue to work closely with various professional parties in order to fulfill the resumption conditions, including but not limited to the despatch of the Circular, the obtaining of necessary approval(s) from the Shareholders in relation to the Proposed Restructuring and the convening the scheme meeting(s) to approve the Schemes. As stated in the Company's announcement dated 23 June 2017, the Company expected to despatch the Circular in relation to the Proposed Restructuring on or before 15 September 2017.

CONTINUED SUSPENSION OF TRADING IN THE SHARES

At the request of the Company, trading in the Shares on the Stock Exchange was suspended with effect from 2:37 p.m. on 27 June 2014 and will remain suspended until further notice.

Shareholders and potential investors should note that the resumption of trading in the Shares is subject to various conditions which may or may not be fulfilled. There is no guarantee that the resumption of trading in the Shares will take place. Shareholders and potential investors are reminded to exercise caution when dealing in the Shares.

For and on behalf of
Z-Obee Holdings Limited
(Provisional Liquidators Appointed)
Donald Edward Osborn
Yat Kit Jong
And
Man Chun So
Joint Provisional Liquidators
Acting as agents without personal liability

Hong Kong, 6 July 2017

As at the date of this announcement, the executive Directors are Mr. Lai Hui, Ms. Yang Jian Hui, Ms. Chen Ling and the independent non-executive Directors are Mr. Liu Jintao and Mr. Tsang Hin Fun Anthony.

The Directors and the Joint Provisional Liquidators jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable

enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

**For identification purpose only*